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June 16, 2011

Ms. Cynthia T. Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E. Street, S.W.  
Washington, D.C. 20324-0001

**RE: Finance Docket No. 35475, Port of Ivory, LLC-Operation-Line of  
Railroad in Tulare County, CA**

Dear Ms. Brown:

I am writing on behalf Port of Ivory, LLC ("the Port"), in connection with the above-captioned exemption proceeding to provide supplemental information requested by the Board's staff. The Port seeks to withdraw the notice of exemption originally filed on March 4 due to a change in circumstances.

While the notice of exemption served by the Board in this proceeding took effect on April 3, the authority conferred by that notice is merely permissive. The Port has never consummated that exemption authority and has never held itself out as a common carrier railroad. The Port decided not to consummate based upon its expectation of a private resolution of commercial issues with San Joaquin Valley Railroad ("SJVR"), its connecting carrier. Moreover, the Port notes in support of

its request to withdraw the exemption that SJVR still has a petition to reject pending before the Board.

In Rock River Railroad, Inc.-Acquisition and Operation Exemption-Rail Lines of Renew Energy, LLC, FD 35016, served June 25, 2010, the Board granted that applicant's request to withdraw its notice of exemption due to changed circumstances. But, unlike Rock River, the Port did not wait some three years before seeking to withdraw its notice. It asked that its notice be held in abeyance only several weeks after filing and about the same time it became effective.

Recently SJVR and the Port have reached an understanding that will resolve their respective concerns. The Port has agreed to withdraw the notice filed in FD 35475 without prejudice to the Port's filing a new notice addressing the concerns that SJVR has articulated in its Petition to Reject. Accordingly, the Port requests permission to withdraw the notice filed in FD 35475.

I hope this letter provides the Board with sufficient information to process the Port's request.

Sincerely yours,



John D. Heffner

cc: Lou Gitomer, Esq. (by email)  
Mr. Richard Best